

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	) Chapter 11
	)
W. R. GRACE & CO., et al., <sup>2</sup>	) Case No. 01-01139 (JKF)
	) (Jointly Administered)
	)
Debtors.	) <b>Objection Deadline:</b> <u>1/11</u> , 2005,
	at 4:00 p.m. (prevailing eastern time)

**FEE DETAIL FOR LATHAM & WATKINS LLP'S INTERIM  
SPECIAL ENVIRONMENTAL COUNSEL FEE APPLICATION  
FOR THE PERIOD NOVEMBER 1, 2004 THROUGH NOVEMBER 30, 2004**

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<sup>2</sup> The debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester new Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Koontenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

One Newark Center, 16th Floor  
Newark, New Jersey 07101-3174  
Tel: (973) 639-1234 Fax: (973) 639-7298  
www.lw.com

**LATHAM & WATKINS** LLP

**INVOICE**

November 30, 2004

LYDIA DUFF, SENIOR ENVIRONMENTAL COUNSEL  
W.R. GRACE & COMPANY  
7500 GRACE DRIVE  
COLUMBIA, MD 21044

Tax identification No: 95-2018373

Please remit payment to:  
Latham & Watkins LLP  
One Newark Center, 16th fl.  
Newark, New Jersey 07101-3174

Attn: Accounting Dept.

Please identify your check with the following number:

Invoice No. W41001656

File No. 029016-0001

Re: **HATCO REMEDIATION**

Balance due on prior billing \$349,348.91

For professional services rendered through November 30, 2004: 29,017.00

Other Charges:

PHOTOCOPYING	6.12
TELEPHONE	43.93
FEDERAL EXPRESS	11.69
GROUND TRANSPORTATION	15.05
OVERTIME	285.00
PARKING	20.00
MILEAGE	97.50
CALLING CARD	3.26
COLOR COPYING/PRINTING	<u>324.00</u>

806.55

Total Current Charges 29,823.55

Total Balance Due \$379,172.46

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # W41001656

NJ95544.1

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
MCGAHREN	11/01/04	.20	REVIEWED CORRESPONDENCE
MATTHEWS	11/01/04	1.70	REVIEW INCOMING CORRESPONDENCE; ATTEND TO FILE; CALL WITH A. REITANO REGARDING OUTSTANDING ISSUES
MCGAHREN	11/03/04	.70	PHONE CALL WITH T. REITANO; REVIEWED CORRESPONDENCE; PHONE CALL WITH M. OBRADOVIC
MCGAHREN	11/04/04	.30	REVIEWED CORRESPONDENCE
MATTHEWS	11/04/04	.70	CALL WITH M. OBRADOVIC REGARDING STATUS; REVIEW INCOMING CORRESPONDENCE; FOLLOW-UP REGARDING OUTSTANDING ISSUES
MCGAHREN	11/08/04	.30	REVIEWED CORRESPONDENCE
MATTHEWS	11/08/04	4.50	REVIEW INCOMING CORRESPONDENCE; CALL WITH L. DUFF AND A. REITANO REGARDING STATUS; REVIEW ACE PROPOSED POLICY CHANGES; REVIEW REVISED RAWP; ATTEND TO BANKRUPTCY COURT MOTION ISSUE; PARTICIPATE IN STATUS CONFERENCE CALL
MATTHEWS	11/09/04	4.50	REVIEW INCOMING CORRESPONDENCE; PARTICIPATE IN CONFERENCE CALL REGARDING SETTLEMENT DOCUMENTS AND INSURANCE POLICY; REVISE SAME
MCGAHREN	11/10/04	.30	REVIEWED CORRESPONDENCE; CONFERRED WITH L. MATTHEWS
MATTHEWS	11/10/04	1.50	REVIEW INCOMING CORRESPONDENCE; CALLS WITH M. MILLER REGARDING POLICY ISSUES; CONTINUE TO REVISE SETTLEMENT DOCUMENTS; CALL WITH L. DUFF REGARDING STATUS
MCGAHREN	11/11/04	1.00	REVIEWED CORRESPONDENCE AND DOCUMENTS; CONFERRED WITH L. MATTHEWS
MATTHEWS	11/11/04	2.30	REVIEW INCOMING CORRESPONDENCE; CALL WITH L. DUFF REGARDING STATUS; REVISE AND TRANSMIT ACO, REVITALIZATION SETTLEMENT AGREEMENT AND POLICY; REVIEW DRAFT SELF-GUARANTEE APPLICATION
MCGAHREN	11/12/04	.30	REVIEWED CORRESPONDENCE
MATTHEWS	11/15/04	2.20	REVIEW INCOMING CORRESPONDENCE; CALL TO L. DUFF REGARDING STATUS; REVISE SETTLEMENT DOCUMENTS
MCGAHREN	11/16/04	.50	REVIEWED REVISED AGREEMENTS; REVIEWED CORRESPONDENCE
MATTHEWS	11/16/04	2.20	REVIEW INCOMING CORRESPONDENCE; CALL WITH P. BROSS REGARDING STATUS; SUMMARIZE SAME IN E-MAIL; REVISE REMEDIATION AGREEMENT
MCGAHREN	11/17/04	.30	REVIEWED CORRESPONDENCE
MATTHEWS	11/17/04	2.10	REVIEW INCOMING CORRESPONDENCE; CALLS WITH J. MCGAHREN AND M. MILLER REGARDING STATUS; REVISE AND TRANSMIT SETTLEMENT DOCUMENTS
MCGAHREN	11/18/04	.30	REVIEWED CORRESPONDENCE
MATTHEWS	11/18/04	5.20	REVIEW INCOMING CORRESPONDENCE; PREPARE FOR NEGOTIATION MEETING; DRAFT MOTION FOR BANKRUPTCY COURT APPROVAL
MATTHEWS	11/19/04	11.00	PARTICIPATE IN POLICY NEGOTIATION MEETING
MCGAHREN	11/22/04	.30	REVIEW CORRESPONDENCE
MATTHEWS	11/22/04	3.50	REVIEW INCOMING CORRESPONDENCE; CALL WITH P. BROSS REGARDING STATUS; ADVISE GROUP

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
GOLDENBERG	11/23/04	.30	REGARDING SAME; CONTINUE TO DRAFT MOTION FOR BANKRUPTCY COURT APPROVAL
MATTHEWS	11/23/04	4.00	REVIEW CORRESPONDENCE WITH S. GALLAGHER AND R. THOMPSON REGARDING SETTLEMENT MOTION
MCGAHREN	11/24/04	.50	REVIEW INCOMING CORRESPONDENCE; CONTINUE TO DRAFT MOTION
MATTHEWS	11/24/04	1.30	REVIEWED CORRESPONDENCE AND DOCUMENTS
			REVIEW INCOMING CORRESPONDENCE; REVIEW REVISED SETTLEMENT DOCUMENTS; PARTICIPATE IN STATUS CONFERENCE CALL
MCGAHREN	11/29/04	1.50	REVIEW BANKRUPTCY MOTION; CONFER WITH L. MATTHEWS; REVIEWED CORRESPONDENCE; RESEARCH REGARDING NRD CLAIMS
GOLDENBERG	11/29/04	2.10	REVIEW PLEADINGS AND SETTLEMENT AGREEMENTS; REVISE SAME
MULVIHILL	11/29/04	.60	WESTLAW AND INTERNET SEARCHES REGARDING STATUS OF NJDEP'S RARITAN RIVER INITIATIVE
MATTHEWS	11/29/04	.80	CALL WITH J. MCGAHREN REGARDING STATUS; REVIEW INCOMING CORRESPONDENCE; ATTEND TO MOTION
MCGAHREN	11/30/04	1.00	REVIEWED CORRESPONDENCE AND DOCUMENTS; CONFER WITH L. MATTHEWS; CONFERENCE CALL WITH GRACE HATCO AND WESTON
			REPRESENTATIVES; REVIEW BANKRUPTCY MOTION
GOLDENBERG	11/30/04	.70	REVISE SETTLEMENT MOTIONS; EMAILS TO L. MATTHEWS; REVISE CASE LAW REGARDING EXECUTORY CONTRACT
MATTHEWS	11/30/04	5.50	REVIEW INCOMING CORRESPONDENCE; REVIEW REVISED SETTLEMENT DOCUMENTS; PARTICIPATE IN STATUS CONFERENCE CALL; CONTINUE TO DRAFT BANKRUPTCY COURT MOTION

<u>EMPLOYEE NAME</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>	
J MCGAHREN	02116	7.50	475.00	3,562.50	PARTNER, JR.
A GOLDENBERG	03673	3.10	375.00	1,162.50	ASSOCIATE, JR.
D F MULVIHILL	03737	.60	295.00	177.00	ASSOCIATE, JR.
LD MATTHEWS	02951	53.00	455.00	24,115.00	CONTRACT ASSOC

**COSTS AND DISBURSEMENTS**

<u>DATE</u>	<u>TYPE</u>	<u>DESCRIPTION</u>	<u>ATTY</u>	<u>VENDOR</u>	<u>AMOUNT</u>
10/07/04	TELEPHONE	TELEPHONE 07270	J MCGAHREN		.39
		MCGAHREN, JOHN			
11/01/04	TELEPHONE	TELEPHONE 01770	LD MATTHEWS		2.29
		MATTHEWS, LAURIE D			
11/04/04	TELEPHONE	TELEPHONE 07097	JP LEJAVA		.39
		LEJAVA, JEFFREY P			
11/08/04	TELEPHONE	TELEPHONE 01770	LD MATTHEWS		1.54
		MATTHEWS, LAURIE D			
11/22/04	TELEPHONE	TELEPHONE 01770	LD MATTHEWS		3.85
		MATTHEWS, LAURIE D			
11/29/04	TELEPHONE	TELEPHONE 07270	J MCGAHREN		4.58
		MCGAHREN, JOHN			
		** TOTAL TELEPHONE			13.04

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DATE	TYPE	DESCRIPTION	ATTY	VENDOR	AMOUNT
10/28/04	FEDERAL EXPRESS	Mr. Mitch Obradovic MEMPHIS TN 38119 792765927784 10/28/04 783446026	J MCGAHREN		11.69
		** TOTAL FEDERAL EXPRESS			11.69
06/04/04	TELEPHONE	TELEPHONE - -JOHN MCGAHREN /VERIZON TELEPHONE CALLS(04/14/04-05/13/04)	J MCGAHREN	JOHN MCGAHREN	18.45
10/08/04	TELEPHONE	TELEPHONE - -AT&T TELECONFERENCE SERVICES	J MCGAHREN	AT&T TELECONFERENCE SERVICES	7.94
10/27/04	TELEPHONE	TELEPHONE - -JOHN MCGAHREN /AT&T WIRELESS TELEPHONE CALLS	J MCGAHREN	JOHN MCGAHREN	4.50
		** TOTAL TELEPHONE			30.89
11/19/04	GROUND TRANSPORTATION - OUT OF TOWN	GROUND TRANSPORTATION/ TOLLS -LAURIE D MATTHEW PA-11/19/04	LD MATTHEWS	LAURIE D MATTHEWS	15.05
		** TOTAL GROUND TRANSPORTATION -			15.05
11/19/04	PARKING - OUT OF TOWN	PARKING -/-LAURIE D MATTHEWS / PA-11/19/04	LD MATTHEWS	LAURIE D MATTHEWS	20.00
		** TOTAL PARKING - OUT OF TOWN			20.00
11/19/04	MILEAGE - OUT OF TOWN	MILEAGE -(260 MILES) - - LAURIE D MATTHEWS / PA-11/19/04	LD MATTHEWS	LAURIE D MATTHEWS	97.50
		** TOTAL MILEAGE - OUT OF TOWN			97.50
09/13/04	PHOTOCOPYING	PHOTOCOPYING 53621 CT1009170409847	JUDITH CHRISTOPHER		3.40
11/01/04	PHOTOCOPYING	PHOTOCOPYING 02951 CT0611040493981	LD MATTHEWS		.68
11/02/04	PHOTOCOPYING	PHOTOCOPYING 02951 CT0611040493983	LD MATTHEWS		.51
11/08/04	PHOTOCOPYING	PHOTOCOPYING 02951 CT0611090408593	LD MATTHEWS		.17
11/22/04	PHOTOCOPYING	PHOTOCOPYING 53621 CT1011240468903	JUDITH CHRISTOPHER		1.36
		** TOTAL PHOTOCOPYING			6.12
10/18/04	OVERTIME	OVERTIME/JUDITH CHRISTOPHER - EDIT COPY & LOC DOCS	JUDITH CHRISTOPHER		60.00
10/27/04	OVERTIME	OVERTIME/JUDITH CHRISTOPHER - COPY & LOC DOCS	JUDITH CHRISTOPHER		60.00
11/02/04	OVERTIME	OVERTIME/JUDITH CHRISTOPHER - EDIT COPY & LOCATE DOCS	JUDITH CHRISTOPHER		60.00
11/09/04	OVERTIME	OVERTIME/JUDITH CHRISTOPHER - EDIT COPY & LOCATE DOCS	JUDITH CHRISTOPHER		45.00
11/11/04	OVERTIME	OVERTIME/JUDITH CHRISTOPHER - EDIT	JUDITH CHRISTOPHER		60.00

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DATE	TYPE	DESCRIPTION COPY & LOCATE DOCS	ATTY	VENDOR	AMOUNT
		** TOTAL OVERTIME			285.00
08/21/04	CALLING CARD	CALLING CARD - AUGUST 2004	J MCGAHREN		.61
09/01/04	CALLING CARD	CALLING CARD - SEPTEMBER 2004	J MCGAHREN		2.65
		** TOTAL CALLING CARD			3.26
11/02/04	COLOR COPYING/PRINTING	COLOR COPYING/PRINTING 02951 CT0611040493989	LD MATTHEWS		134.00
11/02/04	COLOR COPYING/PRINTING	COLOR COPYING/PRINTING 02951 CT0611040493985	LD MATTHEWS		175.00
11/02/04	COLOR COPYING/PRINTING	COLOR COPYING/PRINTING 02951 CT0611040493987	LD MATTHEWS		15.00
		** TOTAL COLOR COPYING/PRINTING			324.00

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**LATHAM & WATKINS** LLP

**INVOICE**

November 30, 2004

W.R. GRACE & CO.  
7500 GRACE DRIVE  
COLUMBIA, MD 21044  
ATTN: LYDIA DUFF

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Tax Identification No: 95-2018373

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Please remit payment to:  
Latham & Watkins LLP  
One Newark Center, 16th fl.  
Newark, New Jersey 07101-3174

Attn: Accounting Dept.

Please identify your check with the following number:  
Invoice No. W41001657  
File No. 029016-0003

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Re: **SPECIAL COUNSEL FEE APPLICATION**

Balance due on prior billing \$22,715.73

For professional services rendered through November 30, 2004: 2,896.50

Other Charges:

PHOTOCOPYING	2.38
TELEPHONE	3.05
WESTLAW	<u>697.93</u>

703.36

Total Current Charges 3,599.86

Total Balance Due \$26,315.59

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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NJ95547.1

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
LEJAVA	11/02/04	3.20	REVIEWED FEE AUDITOR'S INITIAL REPORT CONCERNING LATHAM SPECIAL COUNSEL FEES; CONDUCTED RESEARCH REGARDING RECOVERABILITY OF CONFLICT SEARCH FEES;
LEJAVA	11/03/04	1.30	PREPARED RESPONSE TO FEE AUDITOR'S REPORT CONFERENCE WITH J. MCGAHREN REGARDING DRAFT RESPONSE TO FEE AUDITOR'S LETTER AND UPCOMING BANKRUPTCY COURT HEARING REGARDING FEES; REVISED LETTER PER COMMENTS OF J. MCGAHREN AND FORWARDED SAME TO S. BOSSAY, FEE AUDITOR AT WARRAN H. SMITH & ASSOCIATES
SAVAGE	11/05/04	.30	REVIEW BILLS IN PREPARATION FOR DRAFTING SPECIAL COUNSEL FEE APPLICATION FOR OCTOBER
SAVAGE	11/08/04	.70	PREPARE SPECIAL COUNSEL FEE APPLICATION FOR OCTOBER
SAVAGE	11/09/04	2.90	PREPARE SPECIAL COUNSEL FEE APPLICATION FOR OCTOBER
LEJAVA	11/10/04	.20	TELEPHONE CALL WITH S. BOSSAY, FEE AUDITOR, REGARDING RESPONSE TO DRAFT REPORT
LEJAVA	11/23/04	.80	FINALIZED AND FILED OCTOBER 2004 FEE APPLICATION

<u>EMPLOYEE NAME</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>	
JP LEJAVA	03186	5.50	360.00	1,980.00	ASSOCIATE, SR.
S SAVAGE	03640	3.90	235.00	916.50	ASSOCIATE, JR.

**COSTS AND DISBURSEMENTS**

<u>DATE</u>	<u>TYPE</u>	<u>DESCRIPTION</u>	<u>ATTY</u>	<u>VENDOR</u>	<u>AMOUNT</u>
11/10/04	TELEPHONE	TELEPHONE 07097 LEJAVA, JEFFREY P	JP LEJAVA		3.05
		** TOTAL TELEPHONE			3.05
11/02/04	WESTLAW (WEST PUBLISHING)	WestLaw Search--11/02/04	JP LEJAVA		697.93
		** TOTAL WESTLAW (WEST PUBLISHING)			697.93
11/23/04	PHOTOCOPYING	PHOTOCOPYING 03186 CT1011240468905	JP LEJAVA		2.38
		** TOTAL PHOTOCOPYING			2.38

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